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U.S. COURTS
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[Signature]

**UNITED STATES DISTRICT COURT
DISTRICT OF IDAHO**

POCATELLO DENTAL GROUP, P.C.,)
an Idaho professional corporation,)
)
Plaintiff,)

vs.)

INTERDENT SERVICE CORPORATION,)
a Washington corporation,)
)
Defendant.)

Case No. CIV 03-450-E-BLW

INTERDENT SERVICE CORPORATION,)
a Washington corporation,)
)
Counterclaimant,)

vs.)

POCATELLO DENTAL GROUP, P.C., an)
Idaho professional corporation; DWIGHT G.)
ROMRIELL, individually; LARRY R.)
MISNER, JR., individually; PORTER)
SUTTON, individually; ERNEST SUTTON,)
individually; GREGORY ROMRIELL,)
individually; ERROL ORMOND, individually;)
and ARNOLD GOODLIFFE, individually;)

Counterdefendants.)

**AFFIDAVIT OF GREG
ROMRIELL IN SUPPORT OF
TEMPORARY RESTRAINING
ORDER**

STATE OF IDAHO)
)ss
County of Bannock)

I, Greg Romriell, being first duly sworn upon my oath, depose and say:

1. I am the president of Pocatello Dental Group. I am also an Idaho licensed dentist working under contract with Pocatello Dental Group in Pocatello, Idaho. As such, the information stated below is true and is based upon my personal knowledge.

2. On October 1, 2004, at approximately 4:30 pm MDT, without prior notice to the undersigned or any other member or officer of Pocatello Dental Group as to the date and time on which it intended to do so, InterDent Service Corporation ("ISC") unilaterally closed the Pocatello office of Pocatello Dental Group. Since then ISC has removed from the Pocatello Dental Group premises the dental equipment, dental supplies, and patient records used by the dentists and hygienists of Pocatello Dental Group to provide dental care to its patients. ISC also removed personal property belonging to me and other dentists and persons employed by ISC and PDG, without my consent or the consent of the owner of such property. That property cannot yet be described because I have not had time to do an inventory or contact other dentists and hygienists of Pocatello Dental Group to obtain a description of the property taken by ISC.

3. Upon information and belief, ISC has known for days, if not weeks, that it was going to unilaterally close the Pocatello Dental Group office on October 1, 2004. Nonetheless, ISC employees continued to schedule patients for treatment by Pocatello Dental Group's dentists and hygienists on dates subsequent to October 1, 2004. ISC's scheduling of patients for care on dates after it intended to close the office is consistent with ISC's past disregard for patient care. Many of these patients are in mid-treatment for critical dental care.

4. Article 2, Paragraph 2.1 of the Management Agreement between Pocatello Dental Group and ISC states that *"Nothing in this Agreement shall be construed to alter or in any way affect the legal, ethical and professional relationship between and among Provider [PDG's dentists and hygienists] and Provider's patients, nor shall anything contained in this Agreement abrogate any right or obligation arising out of or applicable to the dentist-patient relationship."* This prohibition would include ISC's rights under any purported claim of default under the Management Agreement against Pocatello Dental Group.

5. Pocatello Dental Group's dentists and hygienists owe an ethical duty to their patients to assure the continuity of their dental care. I have asked Bruce Call, an executive for ISC instrumental in the closing of the Pocatello Dental Group office, for a list containing the names, addresses and telephone numbers of current patients of Pocatello Dental Group and of patients scheduled to receive dental care from Pocatello Dental Group dentists and hygienists after October 1, 2004. Mr. Call has refused to provide me or Pocatello Dental Group with that information, simply stating that "he's going to call them." Mr. Call's promise, however, does not ring true to me, and does not satisfy the obligations that Pocatello Dental Group dentists and hygienists owe to these patients. The Management Agreement does not allow Call to substitute his actions for the duties that Pocatello Dental Group dentists and hygienists owe to these patients. The attorney representing Pocatello Dental Group has also made a written request for this information from ISC's lawyer Scott Kaplan. Mr. Kaplan has refused to take any steps to see that ISC provides me and Pocatello Dental Group with this information.

6. While ISC has taken steps to turn over patient files to Pocatello Dental Group, those files number in the thousands. They are not organized in any meaningful way. They do not allow


Pocatello Dental Group to promptly and timely ascertain (1) the names, addresses and telephone numbers of current, as opposed to past patients of Pocatello Dental Group and (2) the names, addresses and telephone numbers of current patients of Pocatello Dental Group scheduled to receive dental care after October 1, 2004. It is not entirely clear that even a manual examination of these files, which will take hundreds of hours to accomplish, will allow me and Pocatello Dental Group to ascertain the names, addresses and telephone numbers of those patients abandoned by ISC but who have been scheduled by ISC employees to receive dental care from me and the Dental Group's dentists and hygienists after October 1, 2004. Without the names, addresses and telephone numbers of current patients and the names, addresses and telephone numbers of current patients scheduled to receive dental care after October 1, 2004, Pocatello Dental Group and its dentists and hygienist are unable to honor their legal, ethical and professional duties owed to their patients.

7. The Pocatello Dental Group phone numbers for its dentists have been disconnected by ISC. The phone numbers for Pocatello Dental Group are answered by a recording stating that Pocatello Dental Group is no longer taking patients. No other information is given and a patient is not referred to any dentist regarding continuation of their dental care. Pocatello Dental Group did not authorize this action. The phone message was authored by ISC without my permission or the consent of the Pocatello Dental Group.

8. ISC's conduct, as summarized above, has resulted in, and threatens to continue to result in irreparable harm to the me and the Pocatello Dental Group's dentists and hygienists, and the patients abandoned by ISC. Unless ISC is restrained from refusing to provide the requested information to me and Pocatello Dental Group. Plaintiff and its dentists and hygienists will not be able to honor their ethical and professional duties to these patients and the dentist-patient relationship

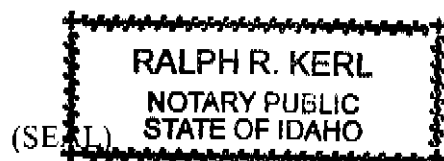
with these patients will be abrogated in violation of Article 2, Paragraph 2.1 of the Management Agreement. In addition, the patients who need dental care will have that dental care denied or delayed to their irreparable harm.

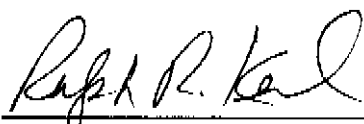
Dated this 4 day of October, 2004.



Greg Romriell, President of Pocatello
Dental Group

SUBSCRIBED AND SWORN to before me this 4 day of October, 2004.





NOTARY PUBLIC for Idaho
Residing at: Pocatello
Commission Expires: 9/16/06

CERTIFICATE OF SERVICE

I HEREBY CERTIFY on the 4 day of October, 2004, I served a true and correct copy
of the foregoing document as follows:

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G. Rey Reinhardt
STOEL RIVES LLP
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Richard A. Hearn
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By: 
Ron Kerl